

STATE OF VERMONT
PUBLIC SERVICE BOARD

Docket No. 7270

Joint Petition of Verizon New England Inc., d/b/a Verizon)
Vermont, certain affiliates thereof, and FairPoint)
Communications, Inc. for approval of an asset transfer,)
acquisition of control by merger and associated transactions)

**CERTIFICATE OF CONSENT TO TRANSFER ASSETS OF VERIZON NEW
ENGLAND INC., NYNEX LONG DISTANCE COMPANY, BELL ATLANTIC
COMMUNICATIONS INC. AND VERIZON SELECT SERVICES INC.
PURSUANT TO 30 V.S.A. § 109**

IT IS HEREBY CERTIFIED that the Public Service Board of the State of Vermont has this date found and adjudged that the transfer of the businesses of Verizon New England, Inc., NYNEX Long Distance Company ("NYNEX Long Distance"), Bell Atlantic Communications Inc. ("BACI") and Verizon Select Services Inc. ("VSSI"), and acquisition of control by merger by FairPoint Communications, Inc. of Northern New England Telephone Operations LLC ("Telco"), Telephone Operating Company of Vermont LLC ("Telco Vermont") and Enhanced Communications of Northern New England Inc. ("Newco") will promote the general good of the State of Vermont and hereby consents to said asset sale and transfer.

Petitioners shall file this Certificate of Consent with the Vermont Secretary of State, pursuant to 30 V.S.A. § 109.

Dated at Montpelier, Vermont, this 15th day of February, 2008.

s/James Volz)

) PUBLIC SERVICE

s/David C. Coen)

) BOARD

s/John D. Burke)

) OF VERMONT

OFFICE OF THE CLERK

FILED: February 15, 2008

ATTEST: s/Susan M. Hudson

Clerk of the Board

NOTICE TO READERS: This decision is subject to revision of technical errors. Readers are requested to notify the Clerk of the Board (by e-mail, telephone, or in writing) of any apparent errors, in order that any necessary corrections may be made. (E-mail address: psb.clerk@state.vt.us)